

**EXHIBIT A**  
**REDACTED**

## **EXHIBIT B**

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

NOVO NORDISK A/S,

Plaintiff and Counterdefendant,

v.

AVENTIS PHARMACEUTICALS INC,  
SANOFI-AVENTIS, and AVENTIS  
PHARMA DEUTSCHLAND GMBH

Defendants and Counterplaintiffs.

C. A. No. 05-645-SLR

**PROPOSED ORDER GRANTING PLAINTIFF'S MOTION TO VOLUNTARILY  
DISMISS THE COMPLAINT AND TO DISMISS DEFENDANTS' COUNTERCLAIMS  
FOR LACK OF SUBJECT MATTER JURISDICTION**

The Court has considered Novo Nordisk A/S' Motion to Voluntarily Dismiss the Complaint and to Dismiss Defendants' Counterclaims for Lack of Subject Matter Jurisdiction (the "Motion"). After considering Novo Nordisk's Motion and the parties' positions related thereto, IT IS HEREBY:

ORDERED that the Complaint against Defendants be dismissed without prejudice; and  
ORDERED that Defendants' counterclaims against Plaintiff be dismissed without prejudice.

IT IS SO ORDERED this \_\_\_\_ day of \_\_\_\_\_, 2007.

\_\_\_\_\_  
Judge Sue L. Robinson